

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF GEORGIA

FILED IN CLERK'S OFFICE
U.S.D.C. Atlanta

AUG 28 2006

JAMES L. MATTEN, Clerk
By: *[Signature]* Deputy Clerk

IPCO, LLC,

Plaintiff/

Counterclaim-Defendant

v.

Elster Electricity, LLC,

Defendant/

Counterclaim-Plaintiff

Civil Action No. 1:05-CV-1138 CC

STIPULATED ORDER OF DISMISSAL WITH PREJUDICE

The parties, pursuant to a Settlement Agreement, have reached an agreement as to all matters raised in this action. Accordingly, IT IS HEREBY STIPULATED by and between Plaintiff and Counterclaim Defendant, IP Co., LLC, and Defendant and Counterclaim Plaintiff, Elster Electricity, LLC, and through their respective counsel, that this action be dismissed with prejudice in its entirety pursuant to Rule 41(a)(1)(ii) and (c) of the Federal Rules of Civil Procedure, each party to bear its own costs and attorneys' fees.

The Court shall retain jurisdiction to resolve any disputes arising under, and to otherwise enforce, the Settlement Agreement.

DUANE MORRIS, LLP



John C. Herman

(Georgia Bar No. 348370)

Matthew C. Gaudet

(Georgia Bar No. 287789)

Antony L. Sanacory

(Georgia Bar No. 625195)

1180 West Peachtree Street

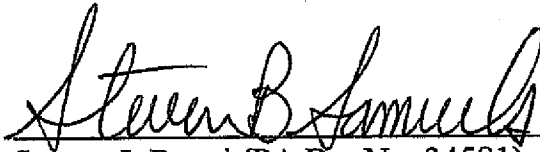
Suite 700

Atlanta, GA 30309-3448

(404) 253-6900

*Attorneys for Plaintiff/Counterclaim-
Defendant*

WOODCOCK WASHBURN LLP



Steven J. Rocci (PA Bar No. 34581)

Steven B. Samuels (PA Bar No. 67506)

David R. Bailey (PA Bar No. 59483)

Daniel J. Goettle

One Liberty Place – 46th Floor

Philadelphia, PA 19103

(215) 564-8275 (phone)

(215) 568-3439 (fax)

Kirk W. Watkins

**WOMBLE CARYLE SANDRIDGE
& RICE, PLLC**

1201 W. Peachtree Street

Suite 3500

Atlanta, Georgia 30309

(404) 872-7000 (phone),

(404) 870-8170 (fax)

*Attorneys for Defendant/Counterclaim
Plaintiff*

SO ORDERED this 28th day of August, 2006.

